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**國電科技環保集團股份有限公司**

**GUODIAN TECHNOLOGY & ENVIRONMENT GROUP CORPORATION LIMITED\***

*(a joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock code: 01296)**

## **APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER**

Reference is made to the announcement jointly published by Guodian Technology & Environment Group Corporation Limited\* (國電科技環保集團股份有限公司) (the “**Company**”) and Beijing Chunhui Qingyun Technological and Environmental Corporation Limited\* (北京春暉青雲科技環保有限公司) (the “**Offeror**”) on 24 January 2022 in relation to, among other things, the proposed privatisation of the Company by the Offeror by way of merger by absorption (the “**Joint Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement.

The Board is pleased to announce that Gram Capital Limited, a licensed corporation to carry out type 6 (advising on corporate finance) regulated activity under the SFO, has been appointed as the independent financial adviser (the “**Independent Financial Adviser**”) to advise the Independent Board Committee in respect of the Merger. Such appointment has been approved by the Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code.

The letter of advice from Gram Capital and the recommendation of the Independent Board Committee in respect of the Merger will be included in the Composite Document to be despatched to the Shareholders and in compliance with the Takeovers Code.

**WARNINGS: The Pre-Conditions and the Conditions to effectiveness must be satisfied before the Merger Agreement becoming effective. The Merger Agreement becoming effective is therefore a possibility only. Further, Shareholders and potential investors in the securities of the Company should be aware that the Merger is subject to the Conditions to implementation set out in the Joint Announcement being satisfied or waived, as applicable. Neither the Offeror nor the Company provides any assurance that any or all Conditions or Pre-Conditions can be satisfied, and thus the Merger Agreement may or may not become effective or, if effective, may or may not be implemented or completed. Shareholders and potential investors in the securities of the Company should therefore exercise caution when dealing in the securities of the Company.**

By order of the Board  
**Guodian Technology & Environment Group Corporation Limited\***  
**Mr. CHEN Dongqing**  
*Chairman*

Beijing, PRC, 21 February 2022

*As at the date of this announcement, the executive Directors are Mr. Chen Dongqing and Mr. Li Caiyun; the non-executive Directors are Mr. Song Chang, Mr. Jiang Jianwu, Mr. Zhang Wenjian, Mr. Gu Yuchun and Ms. Ge Xiaojing; and the independent non-executive Directors are Mr. Shen Xiaoliu, Mr. Qu Jiuhui, Mr. Xie Qiuye and Mr. Yeung Chi Tat.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.*

\* *For identification purposes only*